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SCOTT A. ZUBER, ESQ. (SZ-9728)

HERBERT K. RYDER, ESQ. (HR-5137)

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

**LEHMAN BROTHERS HOLDINGS, INC., *et al.*,**

Debtors.

**Chapter 11**

**Case No. : 08-13555 (JMP)**

**(Jointly Administered)**

In re:

**LEHMAN BROTHERS SPECIAL FINANCING  
INC.**

Debtor.

**Chapter 11**

**Case No. : 08-13888 (JMP)**

**(Jointly Administered)**

**NOTICE OF TRANSFER OF CLAIM OTHER THAN FOR  
SECURITY, PURSUANT TO FED. R. BANKR. P. 3001(e)(2)**

A CLAIM HAS BEEN FILED IN THIS CASE by Balestra Capital Partners, L.P. (the "Transferor"), against Lehman Brothers Special Financing Inc., in the amount of \$1,220,000.00, which has been designated as Claim No. 12595 (the "Claim"). Assignee (as that term is defined below) hereby gives notice, pursuant to Fed. R. Bankr. P. 3001(e)(2), of the transfer, other than for security, of the Claim. A copy of the Evidence of Transfer of Claim (the "Evidence of Transfer") is attached hereto as Exhibit "A" and is incorporated by reference.

**Name of Assignee:**

SPCP Group, L.L.C., as agent for  
Silver Point Capital Fund, L.P. and  
Silver Point Capital Offshore Fund, Ltd.

**Name of Transferor:**

Balestra Capital Partners, L.P.  
58 West 40<sup>th</sup> Street  
12th Floor  
New York, NY 10018  
Attn: Andrew Marra

**Name and Address where notices  
notices to Assignee should be sent:**

Day Pitney LLP  
7 Times Square  
New York, New York 10036  
Attn: Ronald S. Beacher, Esq.  
Telephone (212) 297-5812

**Name and Address where  
Assignee payments should be sent:**

SPCP Group, L.L.C.  
Two Greenwich Plaza  
Greenwich, Connecticut 06830  
Attn: Brian A. Jarman  
Telephone: (203) 542-4032

The Transferor has waived its right, pursuant to Fed. R. Bankr. P. 3001 (e)(2), to receive from the Clerk of the Court notice of filing of the Evidence of Transfer and its right to object to such transfer within the twenty (20) day period. The Transferor has stipulated that: (i) an order may be entered recognizing the transfer of the Claim as an unconditional transfer; and (ii) the Assignee is the valid owner of the Claim.

Dated: New York, New York  
December 16, 2009

**DAY PITNEY LLP**

By: /s/  
Scott A. Zuber (SZ-9728)  
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*Attorneys For SPCP Group, L.L.C., As Agent For  
Silver Point Capital Fund, L.P. And Silver Point  
Capital Offshore Fund, Ltd.*

# **EXHIBIT A**

**EXHIBIT A**  
**TO ASSIGNMENT OF CLAIM**

**EVIDENCE OF TRANSFER OF CLAIM**

**TO: THE DEBTOR AND THE BANKRUPTCY COURT**

For value received, the adequacy and sufficiency of which are hereby acknowledged, Balestra Capital Partners, L.P. ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to SPCP GROUP, L.L.C., as agent for Silver Point Capital Fund, L.P. and Silver Point Capital Offshore Fund, Ltd. ("Assignee"), all of Assignor's right, title, interest, claims<sup>1</sup> and causes of action in and to, or arising under or in connection with Assignor's claims as set forth in Proof of Claim Number 12595 in an amount of not less than \$1,220,000.00 (the "Assigned Claim") against Lehman Brothers Special Financing Inc. (the "Debtor"), the debtor-in-possession in Case No. 08-13888 (the "Case") under Chapter 11 of Title 11 of the United States Code (11 U.S.C. § 101 *et seq.*) (the "Bankruptcy Code") in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), and any and all other proofs of claim filed or to be by Assignor with the Bankruptcy Court in respect of the Assigned Claim.

Assignor hereby waives any objection to the transfer of the Assigned Claim to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the Assigned Claim and recognizing the Assignee as the sole owner and holder of the Assigned Claim for all purposes, including, without limitation, voting and distribution purposes. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Assigned Claim, and all payments or distributions of money or property in respect of the Assigned Claim, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, this Evidence of Transfer of Claim is executed on 10/20, 2009.

BALESTRA CAPITAL PARTNERS, L.P.

By: 

Name of person signing: Norman Cork

Title of person signing: Partner

<sup>1</sup> As that term is defined in 11 U.S.C. § 101(5).